

1 DOUGLAS J. CLARK, State Bar No. 171499  
 2 DANIEL W. TURBOW, State Bar No. 175015  
 3 ERIN J. HOLLAND, State Bar No. 233305  
 4 WILSON SONSINI GOODRICH & ROSATI  
 5 Professional Corporation  
 6 650 Page Mill Road  
 7 Palo Alto, CA 94304-1050  
 8 Telephone: (650) 493-9300  
 9 Facsimile: (650) 565-5100  
 10 Email: [dturbow@wsgr.com](mailto:dturbow@wsgr.com)

\*E-FILED 9/5/06\*

11 Attorneys for Defendants  
 12 DAVID M. RICKEY, JOEL O. HOLLIDAY,  
 13 THOMAS TULLIE, ANIL BEDI, LASZLO  
 14 GAL, WILLIAM E. BENDUSH, KENNETH L.  
 15 CLARK, BRENT E. LITTLE, GREGORY A.  
 16 WINNER, CESAR CESARATTO, KAMBIZ  
 17 HOOSHMAND, MURRAY A. GOLDMAN,  
 18 FRED SHLAPAK, ARTHUR B. STABENOW,  
 19 JULIE H. SULLIVAN, HARVEY P. WHITE  
 20 and DAVID B. WRIGHT and Nominal  
 21 Defendant APPLIED MICRO CIRCUITS  
 22 CORPORATION

13 **UNITED STATES DISTRICT COURT**

14 **NORTHERN DISTRICT OF CALIFORNIA**

15 **SAN JOSE DIVISION**

16 PINCHUS BERLINER, in the Right of and for ) CASE NO.: 5:06-cv-04269-RS  
 17 the Benefit of Applied Micro Circuit Corporation, )  
 18 Inc., ) STIPULATION AND ~~PROPOSED~~ ORDER CONSOLIDATING  
 19 Plaintiff, ) ACTIONS, APPOINTING LEAD  
 20 v. ) COUNSEL, AND RELATED  
 21 DAVID M. RICKEY, JOEL O. HOLLIDAY, ) SCHEDULING MATTERS  
 22 THOMAS TULLIE, ANIL BEDI, LASZLO ) MODIFIED BY THE COURT  
 23 GAL, WILLIAM E. BENDUSH, KENNETH L. )  
 24 CLARK, BRENT E. LITTLE, GREGORY A. )  
 25 WINNER, CESAR CESARATTO, KAMBIZ )  
 26 HOOSHMAND, MURRAY A. GOLDMAN, )  
 27 FRED SHLAPAK, ARTHUR B. STABENOW, )  
 28 JULIE H. SULLIVAN, HARVEY P. WHITE and )  
 29 DAVID B. WRIGHT, )  
 30 Defendants. )  
 31 and ) DATE: N/A  
 32 APPLIED MICRO CIRCUITS ) TIME: N/A  
 33 CORPORATION, )  
 34 Nominal Defendant. ) JUDGE: Honorable Richard Seeborg

35 [Caption continued on following page.]

1 FRANCESCO CIABATTI, in the Right of and ) CASE NO.: 5:06-cv-04910-SI  
2 for the Benefit of Applied Micro Circuit )  
3 Corporation, Inc., )  
4 Plaintiff, )  
5 v. )  
6 DAVID M. RICKEY, JOEL O. HOLLIDAY, )  
7 THOMAS TULLIE, ANIL BEDI, LASZLO )  
8 GAL, WILLIAM E. BENDUSH, KENNETH L. )  
9 CLARK, BRENT E. LITTLE, GREGORY A. )  
10 WINNER, CESAR CESARATTO, KAMBIZ )  
11 HOOSHMAND, MURRAY A. GOLDMAN, )  
12 FRED SHLAPAK, ARTHUR B. STABENOW, )  
13 JULIE H. SULLIVAN, HARVEY P. WHITE and )  
DAVID B. WRIGHT, )  
10 Defendants. )  
11 and ) DATE: N/A  
12 APPLIED MICRO CIRCUITS ) TIME: N/A  
13 CORPORATION, )  
14 Nominal Defendant. )  
15

1 TO ALL PARTIES AND THEIR ATTORNEYS OF RECORD:

2 1. There are presently two shareholder derivative actions against certain of the  
3 officers and directors of Applied Micro Circuits Corporation ("AMCC") on file in this Court.

4 2. Pursuant to Local Rule 3-12, a motion to relate these cases and have them both  
5 assigned to the Honorable Richard Seeborg was filed jointly by plaintiffs on August 22, 2006.

6 3. In an effort to assure consistent rulings and decisions and the avoidance of  
7 unnecessary duplication of effort, all of the counsel for parties in the pending AMCC shareholder  
8 derivative actions currently on file in this Court enter into this stipulation. The counsel are:  
9 (1) Wolf Haldenstein Adler Freeman & Herz LLP on behalf of plaintiff Pinchus Berliner and  
10 plaintiff Francesco Ciabatti; (2) Law Offices of Jacob T. Fogel, P.C. on behalf of plaintiff  
11 Pinchus Berliner; (3) Gainey & McKenna on behalf of plaintiff Francesco Ciabatti; and  
12 (4) Wilson Sonsini Goodrich & Rosati P.C. on behalf of all defendants.

13 4. The following actions are hereby consolidated for all purposes, including pre-trial  
14 proceedings and trial:

<u>Abbreviated Case Name</u>	<u>Case Number</u>	<u>Date Filed</u>
<i>Berliner v. Rickey, et al.</i>	5:06-cv-04269-RS	July 11, 2006
<i>Ciabatti v. Rickey, et al.</i>	5:06-cv-04910-SI	August 15, 2006

18 5. Every pleading filed in these consolidated actions, or in any separate action  
19 included herein, shall bear the following caption:

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**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION**

6. The files of these consolidated actions shall be maintained in one file under Master File No. 5:06-cv-04269.

7. Plaintiffs shall file a Consolidated Derivative Complaint ("Complaint") no later than 30 days from the date of entry of this Order, unless otherwise agreed between the parties and approved by the Court, which shall be deemed the operative complaint, superceding all complaints filed in any of the actions consolidated hereunder. Defendants shall have 45 days after the filing and service of the Complaint to file a responsive pleading. In the event that defendants file and serve any motions directed at the Complaint, plaintiffs shall file and serve their opposition within 45 days after the service of defendants' motion. If defendants file and serve reply to plaintiffs' opposition, they will do so within 30 days after the plaintiffs' service of the opposition. Counsel agree to confer to select a hearing date.

8. The Lead Counsel for plaintiffs for the conduct of these consolidated actions is:

WOLF HALDENSTEIN ADLER  
FREEMAN & HERZ LLP  
FRANCIS M. GREGOREK  
BETSY C. MANIFOLD  
FRANCIS A. BOTTINI, JR.  
RACHELE R. RICKERT  
750 B Street, Suite 2770  
San Diego, CA 92101  
Telephone: (619) 239-4599  
Facsimile: (619) 234-4599

1       9. Plaintiffs' Lead Counsel shall have authority to speak for plaintiffs in matters  
2 regarding pre-trial procedure, trial and settlement negotiations and shall make all work  
3 assignments in such manner as to facilitate the orderly and efficient prosecution of this litigation  
4 and to avoid duplicative or unproductive effort.

5       10. Plaintiffs' Lead Counsel shall be responsible for coordinating all activities and  
6 appearances on behalf of plaintiffs and for the dissemination of notices and orders of this Court.  
7 No motion, request for discovery, or other pre-trial or trial proceedings shall be initiated or filed  
8 by any plaintiffs except through plaintiffs' Lead Counsel.

9       11. Plaintiffs' Lead Counsel also shall be available and responsible for  
10 communications to and from this Court, including distributing orders and other directions from  
11 the Court to counsel. Plaintiffs' Lead Counsel shall be responsible for creating and maintaining  
12 a master service list of all parties and their respective counsel.

13       12. Defendants' counsel may rely upon all agreements made with any of plaintiffs'  
14 Lead Counsel, or other duly authorized representative of plaintiffs' Lead Counsel, and such  
15 agreements shall be binding on plaintiffs.

16       13. Pursuant to General Order 45, service by the Court's Electronic Case Filing  
17 program ("ECF") shall be permitted.

18       14. This Order shall apply to each case, arising out of the same or substantially the  
19 same transactions or events as these cases, which is subsequently filed in, removed to, or  
20 transferred to this Court.

21       15. When a case which properly belongs as part of the *In re Applied Micro Circuits*  
22 *Corporation, Inc. Derivative Litigation*, Lead Case No. 5:06-cv-04269, is hereafter filed in the  
23 Court or transferred here from another court, this Court requests the assistance of counsel in  
24 calling to the attention of the clerk of the Court the filing or transfer of any case which might  
25 properly be consolidated as part of the *In re Applied Micro Circuits Corporation, Inc. Derivative*  
26 *Litigation*, Lead Case No. 5:06-cv-04269, and counsel are to assist in assuring that counsel in  
27 subsequent actions receive notice of this Order.

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1 Dated: August 23, 2006

WILSON SONSINI GOODRICH & ROSATI  
Professional Corporation

3 By: /s/ Daniel W. Turbow  
4 Daniel W. Turbow

5 Attorneys for Defendants  
6 DAVID M. RICKY, JOEL O. HOLLIDAY,  
7 THOMAS TULLIE, ANIL BEDI, LASZLO  
8 GAL, WILLIAM E. BENDUSH, KENNETH  
9 L. CLARK, BRENT E. LITTLE, GREGORY  
10 A. WINNER, CESAR CESARATTO,  
11 KAMBIZ HOOSHMAND, MURRAY A.  
12 GOLDMAN, FRED SHLAPAK, ARTHUR B.  
13 STABENOW, JULIE H. SULLIVAN,  
14 HARVEY P. WHITE and DAVID B.  
15 WRIGHT and Nominal Defendant APPLIED  
16 MICRO CIRCUITS CORPORATION

12 Dated: August 23, 2006

WOLF HALDENSTEIN ADLER  
FREEMAN & HERZ LLP  
FRANCIS M. GREGOREK  
BETSY C. MANIFOLD  
FRANCIS A. BOTTINI, JR.  
RACHELE R. RICKERT  
750 B Street, Suite 2770  
San Diego, CA 92101  
Telephone: (619) 239-4599  
Facsimile: (619) 234-4599

18 By: /s/ Betsy C. Manifold  
19 Betsy C. Manifold

20 Attorneys for Plaintiff Pinchus Berliner  
21 Attorneys for Plaintiff Francesco Ciabatti

22 LAW OFFICES OF JACOB T. FOGEL, P.C.  
23 JACOB T. FOGEL  
32 Court Street, Suite 602  
Brooklyn, NY 11201

24 Attorneys for Plaintiff Pinchus Berliner

25 GAINY & McKENNA  
26 THOMAS J. MCKENNA  
27 295 Madison Avenue, 4th Floor  
New York, NY 10017  
Telephone: (212) 983-1300  
Facsimile: (212) 983-0383

28 Attorneys for Plaintiff Francesco Ciabatti

## **ORDER**

The above stipulation having been considered, and good cause appearing therefor,

IT IS SO ORDERED.

5 IT IS FURTHER ORDERED that Plaintiffs in both actions shall make a determination  
6 regarding the issue of consent to the jurisdiction of the Magistrate Judge and file either a Consent to  
7 Proceed Before a United States Magistrate Judge or a Declination to Proceed Before a Magistrate  
8 Judge and Request for Reassignment to a United States District Judge **no later than thirty days**  
9 **from the date of this order.** Defendants filed their Consent to Proceed Before United States  
10 Magistrate Judge on August 16, 2006.

11 | Dated: September 5, 2006

  
RICHARD SEEBORG  
United States Magistrate Judge

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